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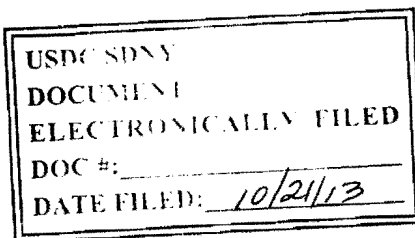
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October 18, 2013

BY E-MAIL

MEMO ENDORSED

The Honorable Paul A. Engelmayer
United States District Judge
Southern District of New York
Thurgood Marshall United States Courthouse
40 Foley Square
New York, New York 10007

Re: Chesapeake Energy Corporation v. The Bank of New York Mellon Trust Company, N.A., No. 13 cv 1582 (PAE)

Dear Judge Engelmayer:

Pursuant to the Court's Opinion & Order dated October 1, 2013, we write on behalf of The Bank of New York Mellon Trust Co., N.A. ("BNY Mellon") and counsel for Chesapeake Energy Corp. ("Chesapeake"), concerning the parties' meet and confer discussions regarding Chesapeake's indemnification of BNY Mellon's reasonable attorneys' fees and expenses in the above-referenced matter.

We are pleased to report that the parties have resolved the issue of BNY Mellon's fees and expenses in connection with proceedings in the District Court to date, subject to payment by Chesapeake to BNY Mellon of an agreed amount, to be made in full early next week. Consistent with the Court's October 1 Opinion & Order, the parties reserve their respective rights with respect to indemnification of appellate fees and expenses.

The Court appreciates this update 10/21/13 and welcomes this news. The Clerk of Court is directed to terminate the motion pending at Docket #131.

Respectfully submitted,

Steven M. Bierman
Steven M. Bierman

cc: Counsel of Record (by e-mail)

SO ORDERED:

Paul A. Engelmayer

**HON. PAUL A. ENGELMAYER
UNITED STATES DISTRICT JUDGE**